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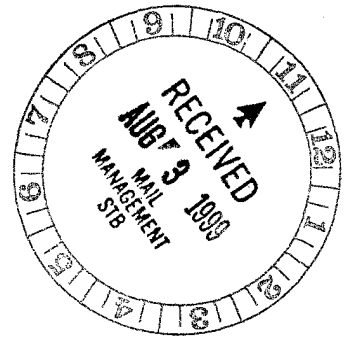
A member of the Reed Elsevier plc group
August 2, 1999

Taleda Stokes
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

RECORDATION NO. 22065-A FILED

AUG 9 '99

10-10AM



Dear Taleda,

Enclosed are three (3) originals of the Memorandum of Railcar Lease Agreement dated as of 7/21/99, which is intended to evidence a supplementary document to original Recordation #22065 dated 3/25/99..

Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC

Lessee: MINOT MILLING COMPANY

The equipment involved in this transaction is as follows:

Equipment: 5 - 5230 PRESSURE COVERED HOPPER RAILCARS

Please file this Memorandum as a supplementary document to Recordation No. 22065 and return TWO (2) stamped original to my attention. A check covering the filing fee of \$26.00 is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20254.

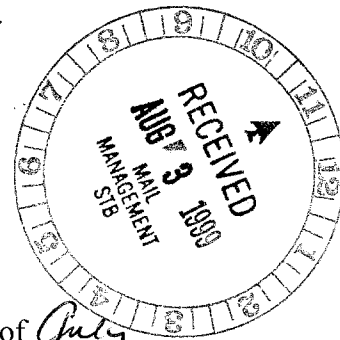
Thank you for your prompt assistance.

Sincerely,

Rebecca Heisler
Administrator

AUG 9 '99

10-10AM



MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 21st day of July, 1999 is made by The CIT Group/Equipment Financing, Inc., a New York corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and Minot Milling Company, a Pennsylvania corporation, with an address at 7300-147th Street-West, Suite 303, Apple Valley, MN 55124 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of 2/22/99 covering the equipment listed on Schedule A hereto (the "Equipment"); pursuant to a Memorandum of Railcar Lease filed with the Surface Transportation Board on 3/5/99 as Recordation No. 22065.

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the Parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

IN WITNESS WHEREOF, the undersigned has caused this Document to be executed by a duly authorized officer as of the day and year first above written.

THE CIT GROUP/EQUIPMENT FINANCING, INC.,

By: Janice M Wickham
Name: Janice M. Wickham
Title: Assistant Vice President

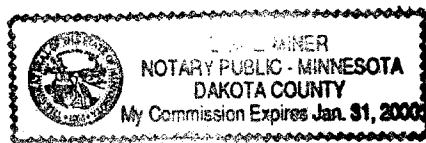
MINOT MILLING COMPANY

By: James Streeter
Name: James Streeter
Title: President

STATE OF) MINNESOTA
) SS:
COUNTY OF) DAKOTA

On this 16th day of July, 19⁹⁹ before me personally appears
JAMES STREETAR, to me personally known, who by me duly sworn, says that
he/she is the PRESIDENT of MINOT MILLING COMPANY
(the "Company"), that the foregoing instrument was signed on behalf of the said Company by
authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing
instrument was the free act and deed of the said Company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



[Signature]
Notary Public

[SEAL]

My Commission expires: Jan 31, 2000

STATE OF NEW YORK)
) SS:
COUNTY OF NEW YORK)

On this 21st day of July, 19⁹⁹ before me personally appears
JANICE M. WICKHAM to me personally known, who by me duly sworn, says that
he/she is the ASSISTANT Vice-President of THE CIT GROUP/EQUIPMENT
FINANCING, INC. (the "Company"), that the foregoing instrument was signed on behalf of the
said Company by authority of its Board of Directors, and ~~he~~ she acknowledged that the execution
of the foregoing instrument was the free act and deed of the said Company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

[Signature]
Notary Public

[SEAL]

My Commission expires

BARBARA GARNER
Notary Public, State of New York
No. 01GA5065133
Qualified in Nassau County
Certificate filed in New York County
Commission Expires Sept. 3, 2000

Schedule A

<u>Quantity</u>	<u>Equipment Description</u>	<u>Reporting Marks and Numbers</u>
5	5230 c.f. Pressure Differential Covered Hopper Railcars	CEFX 75258 CEFX 75259 CEFX 75262 CEFX 75263 CEFX 75268